

Atty. Dkt. No. 041877-0102

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant: Gerald E. JANUSZ et al.
Title: METHOD AND SYSTEM FOR TRANSMITTING,
RECEIVING, AND COLLECTING INFORMATION
RELATED TO A PLURALITY OF WORKING
COMPONENTS
Appl. No.: 09/875,529
Filing Date: 06/06/2001
Examiner: Un C. Cho
Art Unit: 2687

CHANGE OF ATTORNEY DOCKET NUMBER

Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

Sir:

Applicants' attorney respectfully requests that the records of the United States Patent and Trademark Office in connection with the above-identified application be changed to reflect the new attorney docket number of **041877-0102**.

Respectfully submitted,

Date FEB 14 2005

FOLEY & LARDNER LLP
Customer Number: 22428
Telephone: (202) 672-5300
Facsimile: (202) 672-5399

By 

Alan I. Cantor
Attorney for Applicants
Registration No. 28,163



Atty. Dkt. No. 041877-0102

IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Applicant: Gerald E. JANUSZ et al.
Title: METHOD AND SYSTEM FOR TRANSMITTING, RECEIVING, AND
COLLECTING INFORMATION RELATED TO A PLURALITY OF
WORKING COMPONENTS
Appl. No.: 09/875,529
Filing Date: 06/06/2001
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Art Unit: 2687

REVOCATION OF PRIOR POWERS OF ATTORNEY BY ASSIGNEE
APPOINTMENT OF NEW POWER OF ATTORNEY BY ASSIGNEE
CHANGE OF CORRESPONDENCE ADDRESS

Commissioner for Patents
P.O. Box 1450
Alexandria, VA 22313-1450

Sir:

TELEMICS, INC. is the assignee of Application No. 09/875,529 filed June 6, 2001, and all continuing applications thereof, as evidenced by Assignments recorded in the U.S. Patent and Trademark Office.

TELEMICS, INC., through its duly-delegated representative, hereby revokes all prior Powers of Attorney submitted in this application, and hereby appoints the registered patent attorneys and patent agents associated with Customer Number:

22428

as its principal attorneys to have full power to prosecute this application and any continuations, divisions, reissues, and reexaminations thereof, to receive the patent, to transact all business in the United States Patent and Trademark Office connected therewith, and to have full power of substitution, association, and revocation, including the power to revoke the power of attorney of any associate attorney.

Please direct all future correspondence concerning this application to:

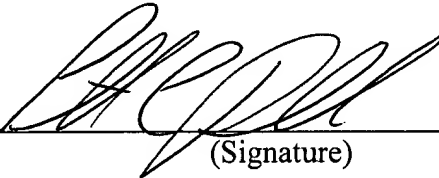
Alan I. Cantor
FOLEY & LARDNER LLP
Customer Number: 22428

Telephone: (202) 672-5300
Facsimile: (202) 672-5399

Executed this 11th day of February, 2005.

TELEMICS, INC.

By:



(Signature)

Scott Roussell

(Printed Name)

President and CEO

(Title)



IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

Attorney Docket No. 041877-0102

In re U.S. patent application of:

Gerald E. JANUSZ et al.

Serial No. 09/875,529

Examiner: Un C. Cho

Filed: 06/06/2001

Group Art Unit: 2687

For: METHOD AND SYSTEM FOR TRANSMITTING, RECEIVING, AND COLLECTING
INFORMATION RELATED TO A PLURALITY OF WORKING COMPONENTS

CERTIFICATE UNDER 37 C.F.R. 3.73(b)

TELEMICS, INC., a corporation, certifies that it is the assignee of the entire right,
title and interest in the U.S. patent identified above, by virtue of either:

A. ☐ An assignment from the inventor(s) of the patent application identified above by
way of an assignment U.S. Serial No. _____. The assignment was recorded
in the Patent and Trademark Office at Reel _____, Frame _____, or for which a
copy thereof is attached.

OR

B. ☒ A chain of title from the inventor(s), of the patent application identified above,
to the current assignee as shown below:

1. From: Gerald E. JANUSZ and Stephen C. PAYNE
To: RF SOLUTIONS.NET, LLC
The document was recorded in the Patent and Trademark Office at
Reel 011889, Frame 0445.

2. From: Timothy J. PRELL and Paul VAN DER POL
To: TELEMICS, INC.
The document was recorded in the Patent and Trademark Office at Reel
011889, Frame 0379.

3. From: RF SOLUTIONS.NET, LLC
To: TELEMICS, INC.
The document was recorded in the Patent and Trademark Office at Reel
011889, Frame 0399.

☐ Additional documents in the chain of title are listed on a supplemental sheet.

☒ Copies of assignments or other documents in the chain of title are attached.

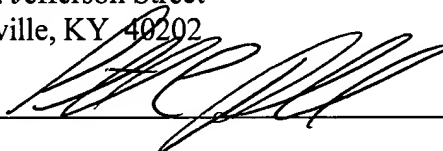
The undersigned (whose title is supplied below) is empowered to sign this certificate on behalf of the assignee.

I hereby declare that all statements made herein of my own knowledge are true, and that all statements made on information and belief are believed to be true; and further, that these statements are made with the knowledge that willful false statements, and the like so made, are punishable by fine or imprisonment, or both, under Section 1001, Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application or any patent issuing thereon.

Date: FEBRUARY 11, 2005

Name: Scott Roussell

Title: President & CEO
TELEMICS, INC.
201 E. Jefferson Street
Louisville, KY 40202

Signature: 



**UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office**

ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

AUGUST 24, 2001

PTAS

DAVID W. NAGLE, JR.
STITES & HARBISON, PLLC
SUITE 1800
400 WEST MARKET STREET
LOUISVILLE, KY 40202



101750728A

**UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT**

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 06/06/2001

REEL/FRAME: 011889/0445
NUMBER OF PAGES: 4

BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:

JANUSZ, GERALD E.

DOC DATE: 06/05/2000

ASSIGNOR:

PAYNE, STEPHEN C.

DOC DATE: 06/05/2000

ASSIGNEE:

RF SOLUTIONS.NET, LLC
111 WEST WASHINGTON ST.
THIRD FLOOR
LOUISVILLE, KENTUCKY 40202

SERIAL NUMBER: 09875529
PATENT NUMBER:

FILING DATE: 06/06/2001
ISSUE DATE:

SHAREILL COLES, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

06-18-2001

FEB 14 2005

Form PTO-1595

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings



101750728

TRADEMARK OFFICE

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Gerald E. Janusz

Stephen C. Payne

Additional name(s) of conveying party(ies) attached? ☐ Yes ☐ No

3. Nature of conveyance:



Assignment



Merger



Security Agreement



Change of Name



Other

Execution Date: June 5, 2000

2. Name and address of receiving party(ies)

Name: RF Solutions.net, LLC

Internal Address: Third Floor

Street Address: 111 West Washington St.

City: Louisville State: KY Zip: 40202

Additional name(s) & address(es) attached? ☐ Yes ☒ No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: 6/6/01

A. Patent Application No.(s)

B. Patent No.(s)

Additional numbers attached? ☐ Yes ☐ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: David W. Nagle, Jr.

Internal Address: Stites & Harbison, PLLC

Suite 1800

Street Address: 400 West Market Street

City: Louisville State: KY Zip: 40202

6. Total number of applications and patents involved: 1

7. Total fee (37 CFR 3.41) \$ 40.00

☒ Enclosed☐ Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David W. Nagle, Jr.

Name of Person Signing

Signature

6/6/2001

Date

Total number of pages including cover sheet, attachments, and documents: 1

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

11/2001 HDEMESS1 00000046 09875529

FC:581

40.00 DP

10929 U.S. PTO
09/875529

06/06/01

ASSIGNMENT OF INVENTION AND OF LETTERS PATENT

WHEREAS, I, Gerald E. Janusz, residing at 165 Thierman Lane, Louisville, Kentucky 40207, have invented certain improvements in A METHOD AND SYSTEM FOR TRANSMITTING, RECEIVING, AND COLLECTING INFORMATION RELATED TO A PLURALITY OF WORKING COMPONENTS and have executed an application for United States Letters Patent therefor on June 5, 2000;

WHEREAS, I, Stephen C. Payne, residing at 1562 Blankenbaker Lane, Louisville, Kentucky 40207, have invented certain improvements in A METHOD AND SYSTEM FOR TRANSMITTING, RECEIVING, AND COLLECTING INFORMATION RELATED TO A PLURALITY OF WORKING COMPONENTS and have executed an application for United States Letters Patent therefor on June 5, 2000; and

WHEREAS, RF Solutions.net, LLC, a Kentucky limited liability company having offices at 111 W. Washington Street, Third Floor, Louisville, KY 40202 (including its successors and assigns), desires to acquire my entire right, title, and interest in said application and invention and any United States and foreign patents to be obtained therefor;

NOW THEREFORE, for One Dollar (\$1.00) and other valuable consideration, as described in the OPERATING AGREEMENT of RF Solutions.net, LLC executed December 13, 1999 and receipt whereof is hereby acknowledged, I do hereby sell,

disclosed therein for the United States of America and all countries foreign thereto, including rights of priority under the International Convention of Paris (1883) as amended and the entire right, title, and interest in and to any and all patent applications, patents, continuations, continuations-in-part, and reissues based thereon which may be filed or granted therefor in the United States or any foreign country. I also agree that RF Solutions.net, LLC may apply for foreign Letters Patent on the invention, and I agree to cooperate with RF Solutions.net, LLC and to execute without additional consideration any additional documents as deemed necessary by RF Solutions.net, LLC to apply for or maintain patents or other legal protection for the invention in any country of the world.

I request the Commissioner of Patents to issue any Letters Patent granted upon the invention set forth in the application to RF Solutions.net, LLC

Signed and sealed at 111 W. Washington St., Louisville, Ky on 6/5, 2000.

Gerald E. Janusz
Gerald E. Janusz

State of Kentucky)
County of Jefferson) ss

Subscribed and sworn to before me this 5th day of June, 2000.

W. L. Winkler
Notary Public

My Commission expires 2001

Signed and sealed at 111 W. Washington St., Louisville, Ky 40202 on July 11, 2000.

Stephen C. Payne
Stephen C. Payne

State of Kentucky)
County of Jefferson) ss

Subscribed and sworn to before me this 5th day of June, 2000.

[Signature]
Notary Public

My Commission expires 2001.



**UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office**

ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

AUGUST 24, 2001

PTAS

STITES & HARBISON, PLLC
DAVID W. NAGLE, JR.
400 WEST MARKET STREET, STE 1800
LOUISVILLE, KY 40202



101750726A

**UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT**

THE ENCLOSED DOCUMENT HAS BEEN RECORDED BY THE ASSIGNMENT DIVISION OF THE U.S. PATENT AND TRADEMARK OFFICE. A COMPLETE MICROFILM COPY IS AVAILABLE AT THE ASSIGNMENT SEARCH ROOM ON THE REEL AND FRAME NUMBER REFERENCED BELOW.

PLEASE REVIEW ALL INFORMATION CONTAINED ON THIS NOTICE. THE INFORMATION CONTAINED ON THIS RECORDATION NOTICE REFLECTS THE DATA PRESENT IN THE PATENT AND TRADEMARK ASSIGNMENT SYSTEM. IF YOU SHOULD FIND ANY ERRORS OR HAVE QUESTIONS CONCERNING THIS NOTICE, YOU MAY CONTACT THE EMPLOYEE WHOSE NAME APPEARS ON THIS NOTICE AT 703-308-9723. PLEASE SEND REQUEST FOR CORRECTION TO: U.S. PATENT AND TRADEMARK OFFICE, ASSIGNMENT DIVISION, BOX ASSIGNMENTS, CG-4, 1213 JEFFERSON DAVIS HWY, SUITE 320, WASHINGTON, D.C. 20231.

RECORDATION DATE: 06/06/2001

REEL/FRAME: 011889/0379

NUMBER OF PAGES: 4

BRIEF: ASSIGNMENT OF ASSIGNOR'S INTEREST (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:

PRELL, TIMOTHY J.

DOC DATE: 06/06/2001

ASSIGNOR:

VAN DER POL, PAUL

DOC DATE: 06/06/2001

ASSIGNEE:

TELEMICS, INC.

111 W. WASHINGTON STREET

LOUISVILLE, KENTUCKY 40202

SERIAL NUMBER: 09875529

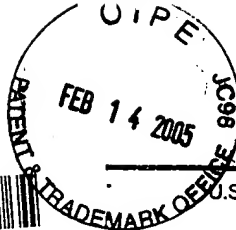
FILING DATE: 06/06/2001

PATENT NUMBER:

ISSUE DATE:

SHAREILL COLES, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS

06-18-2001

Form PTO-1595
(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

Tab settings



101750726

U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

Timothy J. Prell
Paul van der Pol

2. Name and address of receiving party(ies)

Name: Telemics, Inc.

Internal Address: _____

111 W. Washington Street

Street Address: _____

City: Louisville State: KY Zip: 40202Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

3. Nature of conveyance:

- ☒ Assignment ☐ Merger
☐ Security Agreement ☐ Change of Name
☐ Other _____

Execution Date: June 6, 2001Additional name(s) & address(es) attached? ☐ Yes ☒ No

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: 6/6/01

A. Patent Application No.(s)

B. Patent No.(s)

Additional numbers attached? ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: David W. Nagle, Jr.Internal Address: Stites & Harbison, PLLC
Suite 1800Street Address: 400 West Market StreetCity: Louisville State: KY Zip: 402026. Total number of applications and patents involved: 17. Total fee (37 CFR 3.41).....\$ 40.00

- ☒ Enclosed
☐ Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

*To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.*David W. Nagle, Jr.

Name of Person Signing

David W. Nagle, Jr.

Signature

6/6/2001

Date

Total number of pages including cover sheet, attachments, and documents: 4

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents & Trademarks, Box Assignments
Washington, D.C. 20231

6/11/2001 HDEMSS1 00000046 09875529

1 FC:581

40.00 DP

09/875529
 06/06/01

ASSIGNMENT OF INVENTION AND OF LETTERS PATENT

WHEREAS, I, Timothy J. Prell, residing at 709 Sentry Way, Louisville, Kentucky 40223, have invented certain improvements in a METHOD AND SYSTEM FOR TRANSMITTING, RECEIVING, AND COLLECTING INFORMATION RELATED TO A PLURALITY OF WORKING COMPONENTS and have executed an application for United States Letters Patent therefor on June 6, 2001;

WHEREAS, I, Paul van der Pol, residing at 11414 Whitney Hill Road, Louisville, Kentucky 40299, have invented certain improvements in a METHOD AND SYSTEM FOR TRANSMITTING, RECEIVING, AND COLLECTING INFORMATION RELATED TO A PLURALITY OF WORKING COMPONENTS and have executed an application for United States Letters Patent therefor on June 6, 2001; and

WHEREAS, Telemics, Inc., a Delaware corporation having offices at 111 W. Washington Street, Third Floor, Louisville, KY 40202 (including its successors and assigns), desires to acquire my entire right, title, and interest in said application and invention and any United States and foreign patents to be obtained therefor;

NOW THEREFORE, for One Dollar (\$1.00) and other valuable consideration, receipt whereof is hereby acknowledged, I do hereby sell, assign, and transfer to Telemics, Inc. the entire right, title and interest in said application and the invention disclosed therein for the United States of America and all countries foreign thereto,

including rights of priority under the International Convention of Paris (1883) as amended and the entire right, title, and interest in and to any and all patent applications, patents, continuations, continuations-in-part, and reissues based thereon which may be filed or granted therefor in the United States or any foreign country. I also agree that Telemics, Inc. may apply for foreign Letters Patent on the invention, and I agree to cooperate with Telemics, Inc. and to execute without additional consideration any additional documents as deemed necessary by Telemics, Inc. to apply for or maintain patents or other legal protection for the invention in any country of the world.


I request the Commissioner of Patents to issue any Letters Patent granted upon the invention set forth in the application to Telemics, Inc.

Signed and sealed at Louisville, Kentucky on June 6, 2001.


Timothy J. Frell

State of Kentucky)
County of Jefferson) ss

Subscribed and sworn to before me this 6th day of June, 2001.

Notary Public 

My Commission expires 02/02.

Signed and sealed at Louisville, Kentucky on June 6, 2001.

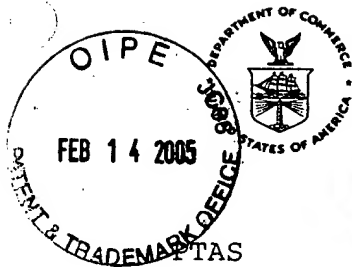
Paul van der Pol
Paul van der Pol

State of Kentucky)
County of Jefferson) ss

Subscribed and sworn to before me this 6th day of June, 2001.

[Signature]
Notary Public

My Commission expires 02/02.



UNITED STATES DEPARTMENT OF COMMERCE
Patent and Trademark Office
ASSISTANT SECRETARY AND COMMISSIONER
OF PATENTS AND TRADEMARKS
Washington, D.C. 20231

AUGUST 24, 2001

STITES & HARBISON, PLLC
DAVID W. NAGLE, JR.
400 WEST MARKET STREET, SUITE 1800
LOUISVILLE, KY 40202



101750727A

UNITED STATES PATENT AND TRADEMARK OFFICE
NOTICE OF RECORDATION OF ASSIGNMENT DOCUMENT

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RECORDATION DATE: 06/06/2001

REEL/FRAME: 011889/0399
NUMBER OF PAGES: 4

BRIEF: MERGER (SEE DOCUMENT FOR DETAILS).

ASSIGNOR:

RF SOLUTIONS.NET, LLC

DOC DATE: 04/13/2001

ASSIGNEE:

TELEMICS, INC.
111 WEST WASHINGTON ST.
THIRD FLOOR
LOUISVILLE, KENTUCKY 40202

SERIAL NUMBER: 09875529

PATENT NUMBER:

FILING DATE: 06/06/2001

ISSUE DATE:

JEFFREY OLSEN, EXAMINER
ASSIGNMENT DIVISION
OFFICE OF PUBLIC RECORDS



Form PTO-1595

(Rev. 03/01)

OMB No. 0651-0027 (exp. 5/31/2002)

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U.S. DEPARTMENT OF COMMERCE
U.S. Patent and Trademark Office

101750727

To the Honorable Commissioner of Patents and Trademarks: Please record the attached original documents or copy thereof.

1. Name of conveying party(ies):

RF Solutions.net, LLC

06/06/01Additional name(s) of conveying party(ies) attached? ☐ Yes ☒ No

2. Name and address of receiving party(ies)

Name: Teleemics, Inc.Internal Address: Third FloorStreet Address: 111 West Washington St.City: Louisville State: KY Zip: 40202Additional name(s) & address(es) attached? ☐ Yes ☒ No

3. Nature of conveyance:



Assignment



Merger



Security Agreement



Change of Name



Other _____

Execution Date: April 13, 2001

4. Application number(s) or patent number(s):

If this document is being filed together with a new application, the execution date of the application is: 6/6/01

A. Patent Application No.(s)

B. Patent No.(s)

Additional numbers attached? ☐ Yes ☒ No

5. Name and address of party to whom correspondence concerning document should be mailed:

Name: David W. Nagle, Jr.Internal Address: Stites & Harbison, PLLC
Suite 1800Street Address: 400 West Market StreetCity: Louisville State: KY Zip: 402026. Total number of applications and patents involved: 17. Total fee (37 CFR 3.41).....\$ 40.00☒ Enclosed☐ Authorized to be charged to deposit account

8. Deposit account number:

(Attach duplicate copy of this page if paying by deposit account)

DO NOT USE THIS SPACE

9. Statement and signature.

To the best of my knowledge and belief, the foregoing information is true and correct and any attached copy is a true copy of the original document.

David W. Nagle, Jr.

Name of Person Signing

D.W.N.J.

Signature

6/6/2001

Date

Total number of pages including cover sheet, attachments, and documents: 4

Mail documents to be recorded with required cover sheet information to:

Commissioner of Patents and Trademarks, Box Assignments
Washington, D.C. 20231

/11/2001 HDEMESS1 00000046 09875529

FC:581

40.00 OP



Office of the Secretary of State

I, HARRIET SMITH WINDSOR, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY THE ATTACHED IS A TRUE AND CORRECT COPY OF THE CERTIFICATE OF MERGER, WHICH MERGES:

"RF SOLUTIONS.NET, LLC", A KENTUCKY LIMITED LIABILITY COMPANY,

WITH AND INTO "TELEMICS, INC." UNDER THE NAME OF "TELEMICS, INC.", A CORPORATION ORGANIZED AND EXISTING UNDER THE LAWS OF THE STATE OF DELAWARE, AS RECEIVED AND FILED IN THIS OFFICE THE SIXTEENTH DAY OF APRIL, A.D. 2001, AT 8:30 O'CLOCK A.M.

A FILED COPY OF THIS CERTIFICATE HAS BEEN FORWARDED TO THE NEW CASTLE COUNTY RECORDER OF DEEDS.



Harriet Smith Windsor
Harriet Smith Windsor, Secretary of State

AUTHENTICATION: 1080545

3356469 8100M

010180890

DATE: 04-16-01

**CERTIFICATE OF MERGER
OF
RF SOLUTIONS.NET, LLC
a Kentucky limited liability company
INTO AND WITH
TELEMICS, INC.,
a Delaware corporation**

(UNDER SECTION 264 OF THE GENERAL
CORPORATION LAW OF THE STATE OF DELAWARE)

The undersigned corporation, Telemics, Inc., a Delaware corporation, hereby certifies that:

1. The names and jurisdictions of formation of the entities that are to merge are as follows:
 - A. RF Solutions.net, a limited liability company formed and existing in good standing under the laws of the Commonwealth of Kentucky (the "Merging Entity"); and
 - B. Telemics, Inc., a corporation organized and existing in good standing under the laws of the State of Delaware (the "Surviving Corporation").
2. The merger is to be effected pursuant to an Agreement and Plan of Merger (the "Plan of Merger"). Such Plan of Merger has been duly approved, adopted, certified, executed and acknowledged by each of the constituent entities.
3. The name of the Surviving Corporation upon consummation of the merger shall be Telemics, Inc.
4. The Certificate of Incorporation of the Surviving Corporation shall be the certificate of incorporation of the Surviving Corporation from the time of the merger and until thereafter amended in accordance with the Delaware General Corporation Law.
5. The Plan of Merger pursuant to which the merger is being consummated is on file at the principal place of business of the Surviving Corporation. The address of the principal place of business of the Surviving Corporation is 111 East Washington Street, Louisville, Kentucky 40202.
6. A copy of the Plan of Merger will be furnished by the Surviving Corporation, on request and without charge, to any member of the Merging Entity or stockholder of the Surviving Corporation.

BEST AVAILABLE COPY

IN WITNESS WHEREOF, Telemics, Inc., a Delaware corporation, has caused its duly authorized officer to execute and deliver this Certificate of Merger as of the 13th day of April, 2001.

TELEMICS, INC.,
a Delaware corporation

By: 

Scott C. Russell, President

BEST AVAILABLE COPY